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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

UNITED PAYMENTS CORPORATION

Certificate of Status	0
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F. CHESSEN

JUN 6 2001

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

UNITED PAYMENTS CORPORATION**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

1122 N. Main Street, Suite: A
Kissimmee, F.L. 34741**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

To engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency, or other body,

ARTICLE IV SHARES

The number of shares of stock is:

1,000

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

Officer / Director 1: Roderick A. Uriarte

1601 Columbia Arms Circle, Apt.203, Kissimmee, FL 34741

Officer / Director 2: Oliver P. Poitrimol

247 Greengrove Avenue, Uniondale, NY 11553

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Roderick Uriarte

1601 Columbia Arms Circle, Apt.203

Kissimmee, FL 34741

ARTICLE VII INCORPORATOR


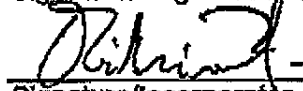
The name and address of the Incorporator is:

Startupabusiness.com, Inc.

69 S. Main Street

Freeport, NY 11520

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

 - Roderick Uriarte
Signature/Registered Agent6/4/01
Date - Oliver Poitrimol
Signature/Incorporator6/4/2001
DateSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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